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- and -

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-7  
EMPLOYEE MATTERS (LABOR UNIONS)  
705.4 HOURS

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Employee Matters (Labor Unions)**

**Bill Date: 12/30/05**  
**Bill Number: 1091378**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	10/17/05	1.10	EMAILS FROM/TO T. JERMAN RE SECTION 1113/1114 ISSUES (0.2); REVIEW MATERIALS RE SAME AND PREPARE FOR WORKING GROUP MEETING AT COMPANY IN TROY (0.9).
BUTLER, JR. J	10/19/05	1.20	PREPARE FOR (0.4) AND ATTEND (0.8) WORKING GROUP MEETING AT COMPANY IN TROY.
BUTLER, JR. J	10/20/05	0.80	REVIEW SECTION 1113 OFFERS (0.4); EMAILS TO/FROM R. SIEGEL RE SECTION 1113 PROCESS (0.2); EMAILS FROM/TO B. SAX RE IUE (0.2).
BUTLER, JR. J	10/21/05	1.20	CONTINUE TO REVIEW SECTION 1113 OFFERS (0.4); EMAILS FROM/TO B. SAX RE SAME (0.2); EMAILS FROM/TO B. SAX AND T. JERMAN RE SERVICE OF SECTION 1113 OFFERS (0.6).
BUTLER, JR. J	10/27/05	0.60	EMAILS FROM/TO T. JERMAN AND B. SAX RE LABOR MATTERS, UNION DUE DILIGENCE AND LABOR STRATEGY SESSION (0.6).
BUTLER, JR. J	10/31/05	0.40	BEGIN TO PREPARE FOR NOVEMBER 1ST WORKING GROUP MEETING AT COMPANY RE SECTION 1113 / 1114 STRATEGY SESSION (0.4).
BUTLER, JR. J	11/01/05	2.80	PREPARE FOR (0.4) AND ATTEND (2.4) WORKING GROUP MEETING WITH M. WEBER, K. BUTLER, S. CORCORAN, B. SAX AND OTHERS IN TROY RE SECTION 1113 AND 1114 STRATEGY SESSION.
BUTLER, JR. J	11/02/05	0.40	TELECONFERENCE WITH B. SIMON RE UAW MATTERS INCLUDING REQUEST TO BE ADDED TO CREDITORS COMMITTEE AND DEBTOR'S REIMBURSEMENT OF FINANCIAL ADVISORY COSTS INCURRED BY UAW (0.4).
BUTLER, JR. J	11/03/05	2.30	PREPARE FOR (0.4) AND PARTICIPATE IN (1.9) STRATEGY SESSION WITH REPRESENTATIVES OF FTI, GROOM, O'MELVENY AND ROTHSCHILD RE SECTION 1113/1114 TIMETABLE AND NEXT STEPS.
BUTLER, JR. J	11/05/05	1.60	REVIEW STRATEGY MEMOS RE AND CONSIDER SECTION 1113/1114 TIMETABLE AND NEXT STEPS (1.6).
BUTLER, JR. J	11/07/05	0.30	EMAIL FROM T. KENNEDY RE IUE REQUEST FOR FINANCIAL ADVISOR (0.1); FOLLOW-UP ON SAME (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	11/08/05	1.20	EMAILS FROM B. SAX, R. SIEGEL AND T. JERMAN RE SECTION 1113 AND 1114 MATTERS (0.4); FOLLOW-UP ON SAME (0.2); FOLLOW-UP ON IUE REQUEST FOR DELPHI REIMBURSEMENT OF FINANCIAL ADVISOR (0.3); REVIEW EMAIL FROM T. JERMAN RE WORK STREAMS AND CONSIDER SAME (0.3).
BUTLER, JR. J	11/09/05	1.60	EMAILS FROM B. SAX RE SECTION 1113 AND 1114 MATTERS (0.2); BEGIN TO PREPARE FOR NOVEMBER 14TH LABOR SUMMIT MEETING IN TROY (1.4).
BUTLER, JR. J	11/10/05	1.70	EMAILS FROM B. SAX AND R. EISENBERG RE SECTION 1113 AND 1114 MATTERS (0.2); CONTINUE TO PREPARE FOR NOVEMBER 14TH LABOR SUMMIT MEETING IN TROY (0.9); REVIEW AND CONSIDER ISSUES LIST PREPARED BY B. SAX (0.6).
BUTLER, JR. J	11/11/05	0.90	EMAILS FROM/TO B. SAX RE REVISED SECTION 1113 PROPOSAL AND RELATED MATTERS (0.4); REVIEW AGENDA FOR NOVEMBER 14TH LABOR SUMMIT AND CONTINUE TO PREPARE FOR MEETING (0.5).
BUTLER, JR. J	11/13/05	1.40	CONTINUE TO PREPARE FOR NOVEMBER 14TH WORKING GROUP MEETING AT COMPANY RE SECTION 1113 / 1114 STRATEGY SESSION (1.4).
BUTLER, JR. J	11/14/05	3.70	PREPARE FOR (0.3) AND ATTEND (1.8) WORKING GROUP MEETING AT COMPANY RE SECTION 1113 / 1114 STRATEGY SESSION; ATTEND ADDITIONAL MEETINGS AND DRAFTING SESSION RE REVISED SECTION 1113 / 1114 PROPOSALS WITH K. BUTLER, B. SAX, B. SIEGEL, T. JERMAN AND OTHERS AT COMPANY IN TROY (1.6).
BUTLER, JR. J	11/16/05	0.90	FOLLOW-UP ON MATTERS FROM NOVEMBER 14TH WORKING GROUP MEETING AT COMPANY RE SECTION 1113/1114 STRATEGY SESSION (0.9).
BUTLER, JR. J	11/20/05	0.40	REVIEW AND COMMENT ON NOVEMBER 21ST CLIENT STRATEGY AGENDA FOR DELPHI SENIOR MANAGEMENT AT COMPANY RE SECTION 1113 AND 1114 PREPARATION AND RELATED MATTERS (0.4).
BUTLER, JR. J	11/22/05	2.20	PREPARE FOR (0.3) AND ATTEND (1.9) STRATEGIC PLANNING MEETING WITH DELPHI SENIOR MANAGEMENT AT COMPANY IN TROY INCLUDING J. SHEEHAN, K. BUTLER AND B. SAX RE SECTION 1113 AND 1114 PREPARATION AND RELATED MATTERS.
BUTLER, JR. J	11/23/05	0.40	TELECONFERENCE WITH B. SIEGEL RE SECTION 1113/1114 PREPARATION AND TIMETABLE MATTERS INCLUDING NOVEMBER 30TH STRATEGY MEETING IN TROY (0.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	11/27/05	0.30	TELECONFERENCES WITH B. SIMON (0.1), T. KENNEDY (0.1) AND EMAIL TO R. ROSENBERG (0.1) RE DELPHI PUBLIC ANNOUNCEMENT RE GM DISCUSSIONS, FINANCIAL SUPPORT AND DEFERRAL OF COMMENCEMENT OF SECTION 1113 AND 1114 MOTIONS UNTIL JANUARY 20, 2006.
BUTLER, JR. J	11/28/05	0.20	WORK ON SCHEDULING ORDER RE DEFERRAL OF COMMENCEMENT OF SECTION 1113 AND 1114 MOTIONS UNTIL JANUARY 20, 2006 (0.2).
BUTLER, JR. J	11/29/05	0.40	PREPARE NOVEMBER 30TH MEETING WITH K. BUTLER, B. SAX, N. BUBNOVICH, T. JERMAN AND OTHERS AT COMPANY IN TROY RE SECTION 1113 / 1114 MATTERS INCLUDING LITIGATION PREPARATION (0.4).
BUTLER, JR. J	11/30/05	2.30	PREPARE FOR (0.2) AND ATTEND (2.1) MEETING WITH K. BUTLER, B. SAX, N. BUBNOVICH, T. JERMAN AND OTHERS AT COMPANY IN TROY RE SECTION 1113/1114 MATTERS INCLUDING LITIGATION PREPARATION.
		<b>30.30</b>	
FURFARO JP	11/03/05	3.80	REVIEW OF UNION PROPOSAL/RELATED MATERIALS (1.4); MEETING WITH FINANCIAL ADVISORS/COUNSEL TO DISCUSS LABOR ISSUES (2.4).
FURFARO JP	11/07/05	2.90	REVIEW OF WORKERS COMPENSATION ISSUE/RESEARCH (1.4); UPDATE TO LABOR QUESTIONS/ISSUES IN NEGOTIATIONS (0.5); REVIEW OF PROPOSALS (1.0).
FURFARO JP	11/08/05	3.00	REVIEW OF ISSUES IN LABOR NEGOTIATIONS (0.9); REVIEW OF CBA MATERIALS (1.4); ANALYZE WORKERS COMPENSATION ISSUE (0.7).
FURFARO JP	11/10/05	2.80	REVIEW OF CBA RELATED MATERIAL (2.1); REVIEW OF STATUS OF PROJECTS FOR LABOR NEGOTIATIONS (0.7).
FURFARO JP	11/11/05	4.10	WORKING GROUP TELECONFERENCE TO DISCUSS CASE ADMINISTRATION/ISSUES (1.5); REVIEW OF DRAFT PRESENTATION ON LABOR ISSUES (1.0); REVIEW OF DRAFT AGENDA ITEMS FOR MEETING ON 11/14 (0.7); RESEARCH FILE RE LABOR/BANKRUPTCY ISSUES (0.9).
FURFARO JP	11/14/05	6.90	REVIEW OF PRECEDENT MOTION (0.9); REVIEW OF ISSUES FOR DISCUSSIONS (0.8); REVIEW OF PROPOSALS (0.7); MEETING/CONFERENCES WITH K. BUTLER, B. SAX, B. SEGAL, T. JERMAN AND WORKING GROUP IN TROY TO ANALYZE LABOR ISSUES (4.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	11/15/05	2.40	REVIEW OF DRAFT PRESENTATION TO COMMITTEE (0.8); REVIEW OF CBA PROPOSALS (1.1); CBA REVIEW (0.5).
FURFARO JP	11/16/05	1.80	IDENTIFY/REVIEW EXPERT (1.0); CBA REVIEW (0.8).
FURFARO JP	11/17/05	3.00	REVIEW OF POTENTIAL EXPERTS (1.0); REVIEW OF RESEARCH MATERIALS RE LABOR LAW ISSUES (2.0).
FURFARO JP	11/18/05	3.40	WORKING GROUP TELECONFERENCE TO REVIEW CASE STATUS/ADMINISTRATION (1.4); REVIEW OF 1113 RESEARCH (1.1); SCHEDULING WITH POTENTIAL EXPERT/REVIEW BACKGROUND MATERIAL (0.9).
FURFARO JP	11/20/05	1.40	REVIEW OF AGENDA ITEMS (0.7); REVIEW OF PROPOSAL (0.7).
FURFARO JP	11/21/05	2.90	EXPERT RETENTION (1.0); LABOR CONFERENCE CALL WITH K. BUTLER, B. SAX AND LABOR GROUP (1.5); FOLLOWUP ITEMS (0.4).
FURFARO JP	11/22/05	2.20	ANALYZE ISSUE RE MASTER SEPARATION AGREEMENT AND EMPLOYEE AGREEMENT (1.0); REVIEW OF CBA PROVISIONS (1.2).
FURFARO JP	11/23/05	3.20	REVIEW OF CBAS AND BENEFITS DOCUMENTS (2.1); REVIEW OF DRAFT SCHEDULE (0.2); REVIEW OF GUARANTEE DOCUMENTS (0.9).
FURFARO JP	11/25/05	1.10	REVIEW OF CBA ANALYSIS (1.1).
FURFARO JP	11/27/05	1.50	REVIEW OF DRAFT COURT PAPERS (1.5).
FURFARO JP	11/29/05	4.50	REVIEW OF DRAFT MOTION/RESEARCH (2.7); REVIEW OF CBA DOCUMENTS AND RELATED AGREEMENTS (1.8).
FURFARO JP	11/30/05	4.00	MEETING AT DELPHI TO DISCUSS LABOR ISSUES (2.0); COMMENTS TO DRAFT COURT PAPERS (1.0); REVIEW OF MATERIALS FOR EXPERTS (1.0).
		<b>54.90</b>	
LYONS JK	10/13/05	1.50	REVIEW OF 1113 FIRST DAY STRATEGIES AND REVIEW OF OTHER UNION MATTERS (1.5).
LYONS JK	10/20/05	2.60	REVIEW OF 1113 MATTERS AND STRATEGIES RE THE SAME (2.6).
LYONS JK	10/25/05	1.50	DEVELOPED 1113 STRATEGIES AND PREPARATION (1.5).
LYONS JK	10/26/05	2.00	REVIEW OF VARIOUS LABOR MATTERS INCLUDING TUITION REIMBURSEMENT AND OTHER MATTERS (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LYONS JK	10/27/05	1.80	MEETING WITH T. JERMAN, B. SAX AND OTHERS RE 1113 STRATEGIES (1.8).
LYONS JK	11/01/05	5.00	PARTICIPATED IN 1113 STRATEGY SESSION (3.5); BUSINESS MODEL DISCUSSION AND PLANNING (1.5).
LYONS JK	11/03/05	3.00	PREPARATION FOR AND MEETING WITH 1113 STRATEGY TEAM AND DISCUSSION OF GO FORWARD STRATEGIES (3.0).
		<b>17.40</b>	
MARAFIOTI KA	11/03/05	1.90	MEETING WITH FTI, O'MELVENY, ROTHSCHILD RE SECTION 1113 ISSUES (1.0); MEETING WITH S. CORCORAN, K. CRAFT, J. SHEEHAN RE SECTION 1113 (0.5); FOLLOWUP ON SAME (0.4).
MARAFIOTI KA	11/11/05	0.40	CORRESPONDENCE FROM V. VRON RE RETIREE COMMITTEE (0.1); REVIEWED ORDER AND CORRESPONDENCE FROM UNIONS (0.2); COMMUNICATIONS WITH V. VRON (0.1).
MARAFIOTI KA	11/14/05	0.10	TELECONFERENCE FROM J. TANNENBAUM RE SECTION 1113 AND 1114 MOTIONS (0.1).
MARAFIOTI KA	11/28/05	0.50	WORK ON REVISED SECTION 1113/1114 ORDER (0.5).
		<b>2.90</b>	
<b>Total Partner</b>		<b>105.50</b>	
MATZ TJ	11/21/05	0.40	WORKING ON EXPERT REPORTS REQUIREMENTS (0.4).
MATZ TJ	11/28/05	1.60	WORKING ON REVISIONS TO 1113/1114 SCHEDULING ORDER (0.9); VARIOUS TELECONFERENCES WITH CHAMBERS RE POSSIBLE SCHEDULING DATES (0.7).
		<b>2.00</b>	
<b>Total Counsel</b>		<b>2.00</b>	
FERN BM	11/17/05	1.70	RESEARCH RE FAIR AND EQUITABLE NATURE OF 1113 PROPOSALS (0.9); BEGAN DRAFTING SEC OF 1113 MEMO RE FAIR AND EQUITABLE (0.8).
FERN BM	11/18/05	5.30	CONTINUED RESEARCHING ISSUES RE FAIR AND EQUITABLE PROPOSALS (1.6); CONTINUED DRAFTING FAIR AND EQUITABLE SECTION OF 1113 MEMO (2.9); COMPLETED DRAFT OF 1113 RIDER RE FAIR AND EQUITABLE (0.8).
		<b>7.00</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KOHUT RD	11/08/05	2.80	REVIEW OF LABOR DOCUMENTS FROM THE SEPARATION OF DELPHI FROM GM FOR CONTRACTUAL EMPLOYEE OBLIGATIONS (1.5); LEGAL RESEARCH ON WORKERS COMPENSATION PAYMENT LIABILITY (1.3) .
KOHUT RD	11/09/05	1.50	REVIEW OF LABOR DOCUMENTS FROM THE SEPARATION OF DELPHI FROM GM FOR CONTRACTUAL EMPLOYEE OBLIGATIONS (0.5); LEGAL RESEARCH ON WORKERS COMPENSATION PAYMENT LIABILITY (1.0) .
KOHUT RD	11/15/05	4.50	REVIEW AND ORGANIZATION OF COLLECTIVE BARGAINING AGREEMENTS (4.5) .
KOHUT RD	11/16/05	2.00	REVIEW AND ORGANIZATION OF COLLECTIVE BARGAINING AGREEMENTS (1.5); REVIEW OF SECTION 1113 MATERIALS (0.5) .
KOHUT RD	11/17/05	1.00	REVIEW AND ORGANIZATION OF COLLECTIVE BARGAINING AGREEMENTS (1.0) .
KOHUT RD	11/21/05	2.70	LEGAL RESEARCH OF TESTIMONY ON SECTION 1113 (2.7) .
KOHUT RD	11/22/05	2.30	LOCATING COLLECTIVE BARGAINING AGREEMENTS (0.5); REVIEWING COLLECTIVE BARGAINING AGREEMENTS (1.8) .
KOHUT RD	11/23/05	4.50	REVIEW OF PROVISIONS RELATED TO COLLECTIVE BARGAINING IN UNION AGREEMENTS (4.5) .
KOHUT RD	11/28/05	2.50	REVIEW OF SECTION 1113 MOTION AND PROVISIONS RELATED TO COLLECTIVE BARGAINING IN UNION AGREEMENTS (2.5) .
KOHUT RD	11/29/05	0.50	REVIEW OF PROVISIONS RELATED TO COLLECTIVE BARGAINING IN UNION AGREEMENTS (0.5) .
		<b>24.30</b>	
TOUSSI S	11/28/05	2.70	EDIT AND REVISE AMENDED ORDER FOR SCHEDULING HEARING ON 1113 AND 1114 MOTIONS (1.5), FOLLOW-UP ISSUES RE SAME (1.2) .
		<b>2.70</b>	
WILSON LD	11/03/05	1.50	REVIEW MATERIALS GATHERED ON PROPOSALS AND LATEST UNION POSITIONS (0.5); REVIEW PRESENTATION RE 1113 FILING AND MARKET COMPARISON (1.0) .
WILSON LD	11/04/05	1.00	REVIEW PROPOSAL MATERIALS FORWARDED BY FURFARO (1.0) .

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	11/07/05	2.90	CONFERENCE WITH FURFARO ON LABOR ISSUES (0.4); TELECONFERENCE WITH CHICAGO OFFICE RE LABOR AND WORKERS COMP ISSUES (0.5); RESEARCH AND CIRCULATE FINDINGS ON WORKERS COMP ISSUE (1.2); REVIEW MATERIALS AND CONFERENCE KOHUT ON DELPHI LABOR ISSUES (0.3); REVIEW MATERIALS EXCHANGED WITH LABOR UNIONS (0.5).
WILSON LD	11/08/05	2.50	CONFERENCE KOHUT ON WORKERS COMP ISSUE (0.3); REVIEW RESEARCH DONE ON SAME (1.0); REVIEW MASTER AGREEMENTS WITH GM (1.2).
WILSON LD	11/09/05	0.40	REVIEW 1114 PAPERS FILED (0.4).
WILSON LD	11/10/05	0.40	REVIEW NEGOTIATION UPDATED MATERIALS (0.4).
WILSON LD	11/14/05	2.50	REVIEW MEETING MATERIALS (0.8); CONFERENCE J. FURFARO ON LABOR/BENEFITS CALL (0.2); CONTACT R. MEISLER AND N. LEFF ON SAME (0.2); REVIEW RESEARCH ON WORKERS COMP ISSUE (0.8); REVIEW ARTICLE UPDATES FOR LABOR ISSUES (0.5).
WILSON LD	11/15/05	3.30	REVIEW LABOR AGREEMENT MATERIALS RECEIVED FROM OMM (1.0); MAKE ARRANGEMENT FOR ORGANIZATION AND PREP OF SAME (0.4); REVIEW MEETING MATERIALS (0.5); ATTENTION TO RESTRUCTURING ISSUES RAISED BY J. FURFARO (0.4); REVIEW LABOR AGREEMENTS FOR FACILITY APPLICATION (0.5); REVIEW OMM MATERIALS AND CONFERENCE WITH R. JANGER ON LABOR ISSUES (0.5).
WILSON LD	11/16/05	1.00	REVIEW NEWS CLIPS FOR POTENTIAL LABOR DEVELOPMENTS (0.5); REVIEW AGREEMENTS FOR GM FLOW BACK ISSUES (0.5).
WILSON LD	11/17/05	4.00	REVIEW LABOR AGREEMENTS IN PREP OF ASSISTANCE ON 1113 MOTION (4.0).
WILSON LD	11/18/05	4.50	PREPARE FOR MEETINGS (0.8); CONFERENCE WITH J. FURFARO ON SAME (0.3); REVIEW PRESS CLIPS FOR POTENTIAL UNION NEGOTIATION ISSUES (0.4); CONTACT OMM ON OUTSTANDING REQUESTS (0.3); REVIEW LABOR AGREEMENTS FOR 1113 ISSUES (1.0); CONTACT POTENTIAL EXPERT TO SCHEDULE CALL (0.3); RESEARCH BACKGROUND OF POTENTIAL CBA EXPERT (1.0); COORDINATE SET-UP OF CALL TO INTERVIEW CBA EXPERT (0.4).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	11/21/05	5.20	PREPARE FOR AND HOST CALL WITH POTENTIAL CBA EXPERT (0.8); REVIEW SPIN-OFF AND LABOR AGREEMENTS (1.0); RESEARCH EXPERT REPORT TIMING ISSUES (2.0); PARTICIPATE ON CALL TO UPDATE LABOR ISSUES AND 1113 WITH CLIENT (1.0); PREPARE E-MAIL ON ISSUES (0.4).
WILSON LD	11/22/05	3.20	TELECONFERENCE ON OPEN LABOR ISSUES IN AGREEMENTS (0.5); REVIEW MATERIALS SENT BY OMM FOR RELEVANT PROVISIONS TO GM (1.0); REVIEW BENEFITS AGREEMENTS FOR RELEVANT ISSUES (0.7); RESEARCH EXPERT REPORT GUIDELINES AND CANDIDATES (1.0).
WILSON LD	11/23/05	3.70	CONTACT R. MEISLER RE REVIEW OF GM AGREEMENTS AND MEMOS ON SAME (0.6); REVIEW KOHUT DRAFT SUMMARY (0.6); REVIEW AGREEMENTS IN PREPARE FOR MOTION (2.5).
WILSON LD	11/28/05	2.80	REVIEW DRAFT OF MOTION (1.0); CONFER FURFARO ON DEVELOPMENTS WITH GM (0.3); REVIEW SPIN-OFF MATERIALS (1.0); REVIEW NEWS UPDATES FOR LABOR NEGOTIATION ISSUES (0.5).
WILSON LD	11/29/05	1.90	CONFERENCE WITH J. FURFARO ON OPEN ISSUES FOR MANAGEMENT MEETING (0.3); REVIEW DRAFT MOTION AND NOTES ON ISSUES IN SAME (0.9); REVIEW CASES CITED IN SAME (0.3); RESEARCH POTENTIAL EXPERTS FOR MOTION (0.4).
		40.80	
<b>Total Associate</b>		74.80	
DONNELLY NP	11/14/05	3.80	ASSEMBLE FOR ATTORNEY REVIEW THE INDEX OF DELPHI CBA'S (3.8).
DONNELLY NP	11/15/05	4.60	ASSEMBLE FOR ATTORNEY REVIEW THE BINDERS OF DELPHI CBA'S (4.6).
DONNELLY NP	11/16/05	3.20	ASSEMBLE FOR ATTORNEY REVIEW THE CBA BINDERS PER ATTORNEY INSTRUCTION (3.2).
DONNELLY NP	11/17/05	1.80	ASSEMBLE FOR ATTORNEY REVIEW THE SELECTED UAW CBA DOCUMENTS (1.8).
		13.40	
<b>Total Legal Assistant</b>		13.40	
<b>TOTAL TIME</b>		<u>195.70</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Employee Matters (Labor Unions)**

**Bill Date: 12/30/05**  
**Bill Number: 1091378**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Air/Rail Travel - vendor feed	11/02/05	Lyons JK	1,029.37
Air/Rail Travel - vendor feed	11/14/05	Furfaro JP	1,283.57
Air/Rail Travel - vendor feed	11/21/05	Furfaro JP	1,103.55
Air/Rail Travel - vendor feed	11/21/05	Furfaro JP	-1,103.55
Air/Rail Travel - vendor feed	11/30/05	Furfaro JP	1,111.06
<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>			<b>\$3,424.00</b>
In-house Reproduction	11/15/05	Copy Center, D	281.93
In-house Reproduction	11/22/05	Copy Center, D	31.87
In-house Reproduction	11/25/05	Copy Center, D	97.20
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$411.00</b>
Telephone Expense	11/23/05	Telecommunications, D	4.17
Telephone Expense	11/23/05	Telecommunications, D	6.80
Telephone Expense	11/23/05	Telecommunications, D	0.99
Telephone Expense	11/23/05	Telecommunications, D	0.04
<b>TOTAL TELEPHONE EXPENSE</b>			<b>\$12.00</b>
Lexis/Nexis	11/18/05	Yoeli ME	385.00
<b>TOTAL LEXIS/NEXIS</b>			<b>\$385.00</b>
Westlaw	11/07/05	Wilson LD	37.61
Westlaw	11/08/05	Wilson LD	3.39
<b>TOTAL WESTLAW</b>			<b>\$41.00</b>
Air/Rail Travel (external)	11/02/05	Butler, Jr. J	201.00
<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>			<b>\$201.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Travel	11/02/05	Butler, Jr. J	63.99
Out-of-Town Travel	11/02/05	Butler, Jr. J	797.89
Out-of-Town Travel	11/02/05	Butler, Jr. J	15.50
Out-of-Town Travel	11/02/05	Butler, Jr. J	23.50
Out-of-Town Travel	11/14/05	Furfaro JP	95.04
Out-of-Town Travel	11/30/05	Furfaro JP	225.87
Out-of-Town Travel	11/30/05	Furfaro JP	5.00
Out-of-Town Travel	11/30/05	Furfaro JP	2.00
Out-of-Town Travel	11/30/05	Furfaro JP	40.99
Out-of-Town Travel	11/30/05	Furfaro JP	103.22
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$1,373.00</b>
Messengers/ Courier	11/29/05	Dist Serv/Mail/Page, D	103.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$103.00</b>
Out-of-Town Meals	11/02/05	Butler, Jr. J	20.96
Out-of-Town Meals	11/29/05	Furfaro JP	36.73
Out-of-Town Meals	11/30/05	Furfaro JP	17.31
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$75.00</b>
		<b>TOTAL MATTER</b>	<b>\$6,025.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Employee Matters (Labor Unions)**

**Bill Date: 01/31/06**  
**Bill Number: 1092991**

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	12/02/05	0.20	EMAILS FROM/TO H. KOLKO RE CHANIN ADVISORY AGREEMENT (0.2).
BUTLER, JR. J	12/04/05	0.40	PREPARE FOR DECEMBER 5TH STRATEGY MEETING AT COMPANY IN TROY WITH J. BUTLER AND LABOR WORKING GROUP INCLUDING EMAILS FROM/TO B. SIEGEL (0.4).
BUTLER, JR. J	12/05/05	2.30	PREPARE FOR (0.4) AND ATTEND (1.9) STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER AND LABOR WORKING GROUP.
BUTLER, JR. J	12/12/05	0.90	REVIEW REVISED SECTION 1113/1114 CALENDAR (0.4); REVIEW DRAFT LABOR BRIEF (0.5).
BUTLER, JR. J	12/13/05	0.30	EMAILS FROM/TO S. CORCORAN, B. ROSENBERG RE GM COVENANT AGREEMENT AND UNION GUARANTY (0.3).
BUTLER, JR. J	12/14/05	0.30	REVIEW MEMO ON LABOR UNION PROFESSIONAL REIMBURSEMENTS (0.3).
BUTLER, JR. J	12/19/05	0.30	REVIEW OPEB SUPPORT SCHEDULES AND RESPONSES TO INFORMATION REQUESTS (0.3).
BUTLER, JR. J	12/20/05	0.20	EMAIL FROM/TO M. BROUDE RE SECTION 1113/1114 TIMETABLE (0.2).
BUTLER, JR. J	12/27/05	0.30	WORK ON SECTION 1113/1114 REVISED SCHEDULING ORDER (0.3).
BUTLER, JR. J	12/28/05	0.60	REVIEW MEMO AND BACKGROUND MATERIALS ON UAW AND IUE FINANCIAL ADVISOR REIMBURSEMENT AND PROPOSED NEXT STEPS (0.6).
BUTLER, JR. J	12/29/05	0.40	CONTINUE TO CONSIDER NEXT STEPS RE UAW AND IUE FINANCIAL ADVISOR REIMBURSEMENT (0.3); CONTINUE TO REVIEW STATUS OF SECTION 1113/1114 REVISED SCHEDULING ORDER (0.1).
BUTLER, JR. J	12/30/05	0.60	CONTINUE TO REVIEW STATUS OF SECTION 1113/1114 REVISED SCHEDULING ORDER (0.2); EMAILS TO/FROM K. BUTLER AND B. SAX RE SECTION 1113/1114 PREP MEETING SCHEDULE (0.1); EMAILS TO T. KENNEDY AND B. SIMON RE NEXT STEPS FOR APPROVAL PROCESS FOR FINANCIAL ADVISORS REIMBURSEMENT (0.2); EMAIL TO K. BUTLER AND B. SAX RE SAME (0.1).

6.80

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	12/01/05	1.70	REVIEW RESEARCH MATERIALS TO IDENTIFY POTENTIAL EXPERTS (0.8); REVIEW OF OBJECTIONS TO MOTION RE KECEP (0.2); REVISIONS TO 1113 MOTION/MATERIALS (0.7).
FURFARO JP	12/02/05	3.30	CONFERENCE WITH PARTNERS RE CASE ADMINISTRATION (1.5); REVISIONS TO DRAFT OF 1113 MOTION (1.5); REVIEW OF SCHEDULE/TRIAL ESTIMATE (0.1); IDENTIFY EXPERT (0.2).
FURFARO JP	12/05/05	4.00	REVIEW MATERIALS/RESEARCH FOR MEETING WITH CLIENT (2.0); MEETING WITH B. SAX, K. BUTLER, T. JERMAN TO DISCUSS LABOR ISSUES (2.0).
FURFARO JP	12/06/05	7.30	MEETINGS WITH T. JERMAN, R. JANGER AND REPRESENTATIVES OF DELPHI TO DEVELOP FACTS/LEGAL ARGUMENTS (5.0); REVIEW OF RESEARCH RE LABOR ISSUES (1.0); ANALYZE REQUIREMENTS FOR CONFIDENTIALITY AGREEMENT (0.3); REVIEW OF RESEARCH MATERIAL RE CBAS (1.0).
FURFARO JP	12/07/05	2.70	REVIEW OF RESEARCH RE RETENTION OF ADVISORS (1.6); REVIEW OF DRAFT CONFIDENTIALITY AGREEMENT AND PROTECTIVE ORDER (1.1).
FURFARO JP	12/08/05	3.40	REVIEW OF CONFIDENTIALITY ARRANGEMENTS WITH UNIONS/ADVISORS (1.2); TELECONFERENCE WITH T. KENNEDY RE SAME (0.1); REVIEW OF MATERIAL RE POTENTIAL EXPERTS (1.0); REVIEW OF RESEARCH RE RETENTION OF ADVISORS (1.1).
FURFARO JP	12/09/05	4.50	REVIEW OF BACKGROUND MATERIALS/FINANCIAL DATA FOR LABOR MATTERS (2.0); CONFERENCE WITH COUNSEL FOR IUE/CONFIDENTIALITY AGREEMENT FOR ADVISOR (0.8); IDENTIFY POTENTIAL EXPERTS/REVIEW OF RESEARCH AND ARTICLES (1.7).
FURFARO JP	12/12/05	1.50	DRAFT OF CONFIDENTIALITY AGREEMENT FOR ADVISOR (0.2); RESEARCH ITEMS RE POSSIBLE RETENTION AGREEMENT (0.3); REVIEW OF MATERIALS RE BUSINESS SEGMENTS (1.0).
FURFARO JP	12/13/05	3.50	REVIEW OF DRAFT COURT PAPERS (1.0); CONFERENCE WITH B. SAX AND WORKING GROUP RE LABOR MOTION (1.5); INTERVIEW/DISCUSS POSSIBLE EXPERTS (1.0).
FURFARO JP	12/14/05	1.30	REVIEW/REVISE MEMO RE POSSIBLE RETENTION AGREEMENT (1.1); UPDATE RE EXPERT REVIEW (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	12/15/05	5.10	REVIEW OF MATERIALS RE EXPERTS (1.1); REVIEW OF RESEARCH MATERIALS FOR DRAFT OF COURT PAPERS (1.8); REVIEW OF DRAFT OF BRIEF/REVISIONS (2.2).
FURFARO JP	12/16/05	1.90	INTERNAL CONFERENCE RE CASE ADMINISTRATION/EMPLOYMENT ISSUES (1.4); REVIEW OF MATERIAL RE EXPERTS (0.5).
FURFARO JP	12/19/05	1.10	UPDATE TO EXPERT SELECTION (0.4); CONFERENCES RE BRIEFING (0.3); REVIEW OF DOCUMENT REQUEST/RESPONSE (0.4).
FURFARO JP	12/20/05	1.10	ANALYZE POSSIBLE EXPERT (0.3); CONFERENCE WITH T. JERMAN RE SCHEDULING (0.1); RESPONSE TO REQUEST FOR INFORMATION (0.7).
FURFARO JP	12/21/05	1.50	REVIEW OF REQUESTS FOR INFORMATION/RESPONSE TO SAME (1.2); EXPERT SELECTION (0.3).
FURFARO JP	12/22/05	2.50	REVIEW OF DOCUMENT REQUESTS/RESPONSES (0.8); CONFERENCES WITH K. MARAFIOTI, FTI AND B. SAX RE UNION DATA BASE (1.0); REVIEW OF DATA ITEMS/LIST (0.7).
FURFARO JP	12/23/05	1.80	REVIEW OF LABOR LAW RESEARCH (0.8); REVIEW OF CBA PRECEDENT MOTION (1.0).
FURFARO JP	12/27/05	1.80	REVIEW OF LABOR LAW RESEARCH RE POSSIBLE RETENTION (0.8); CONFERENCE WITH K. MARAFIOTI RE MONTHLY OPERATING REPORT AND RELATED ISSUES (0.3); REVIEW OF DRAFT COURT PAPERS (0.7).
FURFARO JP	12/28/05	1.70	REVIEW OF COURT PAPERS (1.3); WORK ON RETENTION ISSUE (0.4).
FURFARO JP	12/30/05	1.00	CONFERENCE WITH PARTNERS RE CASE ADMINISTRATION (1.0).

**52.70**

MARAFIOTI KA	12/08/05	0.10	ANALYZE UNION ISSUE (0.1).
MARAFIOTI KA	12/22/05	1.60	CONSIDER DOCUMENT REQUESTS RE COLLECTIVE BARGAINING AGREEMENT AND EMPLOYEE MATTERS (0.2); TELECONFERENCE WITH R. EISENBERG, T. JERMYN, J. GUGLIELMO, AND B. SAX RE EMPLOYEE ISSUES (1.4).
MARAFIOTI KA	12/27/05	1.10	RESEARCH AND CONSIDER RE UNION REQUEST FOR REIMBURSEMENT OF ADVISOR EXPENSES (1.1).
MARAFIOTI KA	12/30/05	0.30	CORRESPONDENCE RE UNION ADVISOR ENGAGEMENTS (0.3).

**3.10**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Total Partner</b>		<b>62.60</b>	
SILVERMAN D	12/08/05	2.50	DISCUSSION WITH J. FURFARO, R. KIDD AND OTHERS ON AN EXPERT WITNESS ON CBAS AND SECTION 302 ISSUE RE PAYMENTS TO THE UNION (1.2); DISCUSSION WITH J. TRUESDALE POTENTIAL EXPERT (0.3); RESEARCH SECTION 302 ISSUE (1.0).
SILVERMAN D	12/09/05	0.30	DISCUSSION WITH J. TRUESDALE ON EXPERT TESTIMONY (0.3).
SILVERMAN D	12/12/05	1.50	DISCUSSION WITH J. TRUESDALE, POTENTIAL EXPERT WITNESS (0.5) GATHER INFORMATION TO PROVIDE TO TRUESDALE RE THE ISSUES TO BE COVERED BY HIS POTENTIAL TESTIMONY (1.0).
SILVERMAN D	12/13/05	0.60	DISCUSSION WITH J. TRUESDALE RE EXPERT TESTIMONY (0.3) DISCUSSION WITH J. FURFARO AND R. KIDD ON SAME ISSUE (0.3).
SILVERMAN D	12/14/05	1.70	DISCUSSIONS WITH J. TRUESDALE, J. KAHN AND J. FURFARO RE EXPERT TESTIMONY (1.0); REVIEW MEMO RE SECTION 302 VIOLATION (0.7).
SILVERMAN D	12/21/05	0.50	DISCUSSIONS WITH J. TRUESDALE RE TESTIMONY (0.5).
		<b>7.10</b>	
<b>Total Counsel</b>		<b>7.10</b>	
KOHUT RD	12/01/05	3.00	UPDATING BINDER OF COLLECTIVE BARGAINING AGREEMENTS (0.8), REVIEW OF 1113 MOTION (1.2), SUMMARIZATION OF COLLECTIVE BARGAINING AGREEMENT PROVISIONS (1.0).
KOHUT RD	12/02/05	2.60	SUMMARIZING COLLECTIVE BARGAINING AGREEMENT PROVISIONS (2.6).
KOHUT RD	12/05/05	0.20	REVIEW OF COLLECTIVE BARGAINING AGREEMENT (0.2).
KOHUT RD	12/06/05	9.50	REVIEW OF PUBLIC FILINGS FOR INFORMATION AND HISTORY ON BENEFITS GUARANTEE (6.0); LEGAL RESEARCH ON COLLECTIVE BARGAINING AGREEMENTS (3.5).
KOHUT RD	12/07/05	12.30	LEGAL RESEARCH AND SUMMARY DRAFTING ON COLLECTIVE BARGAINING TOPICS (12.3).
KOHUT RD	12/08/05	7.60	LEGAL RESEARCH AND SUMMARY DRAFTING ON COLLECTIVE BARGAINING TOPICS (7.6).
KOHUT RD	12/09/05	1.00	EDITS TO COLLECTIVE BARGAINING SUMMARY (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KOHUT RD	12/12/05	2.30	COLLECTIVE BARGAINING AGREEMENT PROVISION ANALYSIS (2.3).
KOHUT RD	12/13/05	3.00	COLLECTIVE BARGAINING AGREEMENT PROVISION ANALYSIS; REVIEW OF SECTION 1113 MOTION (3.0).
KOHUT RD	12/20/05	2.70	REVIEW OF COLLECTIVE BARGAINING PROVISIONS WITHIN SECTION 1113 MOTION (2.7).
		44.20	
MEISLER RE	12/07/05	0.30	ATTENTION TO LABOR MATTERS, PROTECTIVE ORDER AND CONFIDENTIALITY AGREEMENT (0.3).
MEISLER RE	12/15/05	0.20	TELECONFERENCES WITH B. SAX RE LABOR (0.2).
MEISLER RE	12/22/05	1.80	PARTICIPATED ON CONFERENCE CALL WITH R. EISENBERG, J. GUGLIELMO, T. JERMAN AND B. SAX RE LABOR STRATEGY (1.4); DRAFTED NOTES TO FILE RE SAME (0.3); TELECONFERENCE WITH H. BAER RE REQUEST FOR USW CBAS (0.1).
		2.30	
WILSON LD	12/01/05	2.70	CONFER ON EXPERTS AND RESEARCH SAME (1.0); REVIEW DRAFT OF BRIEF (0.9); REVIEW CBAS FOR POTENTIAL LIABILITY ISSUES (0.8).
WILSON LD	12/02/05	5.20	COORDINATE AND PARTICIPATE ON CALL WITH OMM ON BRIEF AND CALENDAR ISSUES (1.7); CONFER RESTRUCTURING ON CALENDAR AND UPDATE ORDER (0.5); REVIEW DRAFT OF BRIEF (0.8); RESEARCH ISSUES WITH CBA AND MISSING DOCUMENTS (1.5); SUMMARY OF INDEMNITY AGREEMENTS AND COMMENT ON SAME (1.0).
WILSON LD	12/05/05	3.20	REVIEW BRIEF AND PREPARE COMMENTS ON ISSUES (1.8); REVIEW UNDERLYING DOCUMENTS REVIEWED IN BRIEF (1.4).
WILSON LD	12/06/05	4.30	REVIEW FILINGS ON GM INDEMNITY AND BENEFITS ISSUES (2.0); REVIEW CASES FORWARDED BY OMM ON FEE PAYMENT ISSUES (1.3); RESEARCH LMRA ISSUE (1.0).
WILSON LD	12/07/05	6.90	REVIEW CONFIDENTIALITY DRAFT (0.8); DRAFT SUMMARY ON 302 CASES (0.9); CONFER KOHUT ON FEE PAYMENT RESEARCH ISSUES (0.5); DISCUSS FEE RESEARCH WITH BODEN (0.4); CONFER OMM ON FACT ISSUES CITED IN BRIEF (0.3); RESEARCH CONFIDENTIALITY ORDER ISSUE RE UNION ADVISOR INFO SHARING (1.8); RESEARCH FEE PAYMENT ISSUES (1.7).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	12/08/05	6.90	CONFERENCE WITH OMM ON SELECTION OF CBA EXPERTS AND ISSUES RELATED TO SAME (1.0); RESEARCH BACKGROUND ON POTENTIAL EXPERT (0.8); REVIEW PROTECTIVE ORDER AND CONFI AGREEMENTS FOR ACCESS TO COMPANY INFO (0.9); RESEARCH FEE REIMBURSEMENT ISSUES (2.0); BEGIN DRAFT MEMO ON SUMMARY OF RESEARCH FINDINGS (1.7); MAKE ARRANGEMENTS FOR EXPERT CALL AND PULL BACKGROUND FOR SAME (0.4).
WILSON LD	12/09/05	7.60	PREPARE FOR AND PARTICIPATE ON EXPERT INTERVIEW CALL (1.0); CONFER FURFARO ON SAME (0.3); RESEARCH BACKGROUND ON EXPERT (1.0); DRAFT ACKNOWLEDGMENT ON CONFI OBLIGATIONS (0.2); CONFER UNION LAWYERS ON DOCUMENTS AND ADVISORS (0.3); RESEARCH LEGAL IMPLICATIONS OF FEE REIMBURSEMENT (1.8); REVIEW FILINGS ON CASE AUTHORIZING FEES (1.0); DRAFT AND REVISE MEMO ON RESEARCH FINDINGS (2.0).
WILSON LD	12/12/05	7.20	CONFER FURFARO ON CONFI AND EXPERT ISSUES (0.8); REVISE CONFI ACKNOWLEDGEMENT FORM AND RECIRCULATE (1.0); REVIEW AND UPDATE ISSUES FOR 1113 CALENDAR (0.5); CONTACT CLIENT ON CONFI ISSUES WITH UNION ADVISORS (0.4); CONFER UNION ATTORNEYS AND CIRCULATE CONFI FORMS (0.5); RESEARCH BACKGROUND ON POTENTIAL EXPERT FOR 1113 MOTION (0.8); RESEARCH ISSUES IN GM SPIN-OFF (1.3); RESEARCH AND REVISE MEMO ON FEE REIMBURSEMENT ISSUE (1.9).
WILSON LD	12/13/05	7.40	REVIEW DRAFT OF 1113 MOTION (2.0); CONFER FURFARO ON SAME (0.4); PREPARE FOR AND PARTICIPATE ON CALL WITH CLIENT AND OMM ON DRAFT MOTION AND SCHEDULE FOR FUTURE DISTRIBUTIONS (1.5); REVIEW AND REVISE MEMO ON FEE REIMBURSE ISSUE (1.6); RESEARCH ISSUES RELATING TO GM INDEMNIFICATION (0.8); CONFERENCE WITH POTENTIAL 1113 EXPERT (0.7); INTERNAL CALL ON ASSESSMENT OF EXPERTS (0.4).
WILSON LD	12/14/05	5.40	REVIEW AND REVISE MEMO ON POTENTIAL LMRA ISSUES (1.9); REVIEW SAME WITH FURFARO (0.4); DRAFT AND CIRCULATE COVER EMAIL EXPLAINING FINDINGS (0.4); REVIEW ADDITIONAL RESEARCH ON LMRA ISSUES (0.9); COORDINATE WITH OMM ON EXPERT ISSUES (0.4); RESEARCH POTENTIAL EXPERT CANDIDATE (0.5); REVIEW NEWS CLIPS FOR 1113 ISSUES (0.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	12/15/05	4.50	CONFER FURFARO ON EXPERTS AND ISSUES FOR LABOR MEETING (0.5); REVIEW AND CIRCULATE EXECUTED CONFI ACKNOWLEDGMENTS (0.4); REVIEW NEWS CLIPS ON POTENTIAL NEGOTIATION ISSUES (0.8); RESEARCH POTENTIAL CBA EXPERT (0.5); REVIEW AND COMMENT ON DRAFT BRIEF (2.0); CONFER JANGER ON SAME (0.3).
WILSON LD	12/16/05	3.20	CONFER FURFARO ON LABOR ISSUES TO RAISE IN CALL (0.3); PARTICIPATE ON STRATEGY AND UPDATE CALL (1.0); COORDINATE WITH OMM ON LOCATING EXPERT (0.4); RESEARCH CONTRACT AND LABOR ISSUES FOR NEGATIONS (1.5).
WILSON LD	12/19/05	3.10	REVIEW REVISED DRAFT OF BRIEF ON 1113 (2.0); CONFER FURFARO AND KOHN ON EXPERT ISSUE (0.4); REVIEW CC REQUESTS FOR LABOR MATERIALS (0.3); COORDINATE REVIEW OF GM AGREEMENTS FOR CONFIDENTIALITY ISSUES (0.4).
WILSON LD	12/20/05	1.40	CONFER FURFARO ON RESPONSE TO UCC REQUEST (0.5); REVIEW MATERIALS FOR BRIEF (0.5); COORDINATE WITH OMM ON MEETING WITH POTENTIAL CBA EXPERT (0.4).
WILSON LD	12/21/05	1.20	CONFER FURFARO ON OPEN UCC REQUESTS AND RESPONSES TO SAME (0.4); REVIEW MATERIALS RELATED TO SAME (0.8).
WILSON LD	12/22/05	2.30	PARTICIPATE ON CALL TO RESOLVE OUTSTANDING UCC REQUESTS AND CREATION OF DATA SITE (1.3); REVIEW MATERIALS ADDED TO DATA SITE (0.5); REVIEW AGREEMENTS FOR POTENTIAL OBJECTION AND PROTECTIVE ORDER ISSUES (0.5).
		72.50	
Total Associate		119.00	
TOTAL TIME		<u>188.70</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Employee Matters (Labor Unions)

Bill Date: 01/31/06  
Bill Number: 1092991

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	12/05/05	Furfaro JP	1,103.40
Air/Rail Travel - vendor feed	12/06/05	Furfaro JP	529.20
Air/Rail Travel - vendor feed	12/06/05	Furfaro JP	-529.20
Air/Rail Travel - vendor feed	12/15/05	Furfaro JP	1,103.40
Air/Rail Travel - vendor feed	12/16/05	Furfaro JP	529.20
		<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>	<b>\$2,736.00</b>
In-house Reproduction	12/02/05	Copy Center, D	13.71
In-house Reproduction	12/09/05	Copy Center, D	7.00
In-house Reproduction	12/27/05	Copy Center, D	6.29
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$27.00</b>
Telephone Expense	12/29/05	Telecommunications, D	3.14
Telephone Expense	12/29/05	Telecommunications, D	5.16
Telephone Expense	12/29/05	Telecommunications, D	0.70
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$9.00</b>
Lexis/Nexis	12/02/05	Donnelly NP	721.00
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$721.00</b>
Westlaw	12/06/05	Kohut RD	178.28
Westlaw	12/07/05	Kohut RD	490.82
Westlaw	12/07/05	Wilson LD	76.52
Westlaw	12/07/05	Boden JR	443.31
Westlaw	12/08/05	Kohut RD	507.01
Westlaw	12/08/05	Yoeli ME	36.21
Westlaw	12/09/05	Wilson LD	49.87
Westlaw	12/13/05	Kohut RD	104.94
Westlaw	12/13/05	Yoeli ME	26.04
		<b>TOTAL WESTLAW</b>	<b>\$1,913.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Travel	12/06/05	Furfaro JP	9.17
Out-of-Town Travel	12/06/05	Furfaro JP	227.72
Out-of-Town Travel	12/06/05	Furfaro JP	65.71
Out-of-Town Travel	12/06/05	Furfaro JP	41.03
Out-of-Town Travel	12/16/05	Furfaro JP	41.03
Out-of-Town Travel	12/16/05	Furfaro JP	119.63
Out-of-Town Travel	12/16/05	Furfaro JP	65.71
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$570.00</b>
Messengers/ Courier	12/16/05	Dist Serv/Mail/Page, D	25.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$25.00</b>
Out-of-Town Meals	12/05/05	Furfaro JP	58.71
Out-of-Town Meals	12/06/05	Furfaro JP	14.00
Out-of-Town Meals	12/15/05	Furfaro JP	16.03
Out-of-Town Meals	12/15/05	Furfaro JP	26.26
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$115.00</b>
Outside Research/Internet Services	12/16/05	U.S. Document Retrieval Service, Inc.	167.24
Outside Research/Internet Services	12/16/05	U.S. Document Retrieval Service, Inc.	131.76
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$299.00</b>
		<b>TOTAL MATTER</b>	<b>\$6,415.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Employee Matters (Labor Unions)

Bill Date: 02/28/06  
Bill Number: 1108418

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	01/02/06	0.80	EMAILS FROM/TO B. SAX RE SECTION 1113/11114 PREP MEETING SCHEDULE (0.1); EMAILS FROM/TO T. JERMAN RE SECTION 1113/1114 SCHEDULING ORDER (0.1); CONTINUE TO REVIEW NEXT STEPS FOR APPROVAL PROCESS FOR FINANCIAL ADVISORS REIMBURSEMENT (0.3); PREPARE FOR JANUARY 3RD MEETING AT COMPANY WITH D. SHERBIN AND B. SAX RE SECTION 1113/1114 PREP (0.3).
BUTLER, JR. J	01/03/06	0.90	PREPARE FOR (0.4) AND ATTEND (0.5) MEETING AT COMPANY WITH D. SHERBIN AND B. SAX RE SECTION 1113/1114 PREPARATION..
BUTLER, JR. J	01/05/06	1.10	CONTINUE TO REVIEW NEXT STEPS FOR APPROVAL PROCESS FOR FINANCIAL ADVISORS REIMBURSEMENT (0.4); CONTINUE TO WORK ON SECTION 1113/1114 PREPARATION MATTERS (0.7).
BUTLER, JR. J	01/07/06	1.40	REVIEW AND COMMENT ON TERM SHEET FOR UAW AND IUE RE DEBTORS' REIMBURSEMENT OF FINANCIAL ADVISORY FEES (0.4); REVIEW ENGAGEMENT LETTERS FOR BOTH UNIONS (0.3); REVIEW PRELIMINARY PLANT PROFITABILITY MATERIALS (0.7).
BUTLER, JR. J	01/08/06	1.10	REVIEW AND COMMENT ON REVISED TERM SHEET FOR UAW AND IUE RE DEBTOR'S REIMBURSEMENT OF FINANCIAL ADVISORY FEES (0.6); CONTINUE TO REVIEW PRELIMINARY PLANT PROFITABILITY MATERIALS (0.5).
BUTLER, JR. J	01/09/06	0.90	EMAILS FROM/TO B. SAX RE AND WORK ON SECTIONS 1113/1114 PREPARATION MATTERS (0.6); FOLLOW-UP ON UAW/IUE FINANCIAL ADVISOR REIMBURSEMENT MATTERS (0.3).
BUTLER, JR. J	01/11/06	0.80	PREPARE FOR JANUARY 12TH SECTION 1113/1114 LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX, R. SIEGEL, T. JERMAN, ETC. (0.8).
BUTLER, JR. J	01/12/06	2.10	PREPARE FOR (0.3) AND ATTEND (1.8) SECTION 1113/1114 LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX, R. SIEGEL, T. JERMAN, ETC.

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	01/15/06	0.90	PREPARE FOR JANUARY 17TH WORKING GROUP MEETING AT COMPANY WITH DELPHI, OMM, FTI, ROTHSCHILD AND SKADDEN TEAM RE SECTION 1113/1114 MATTERS (0.6); EMAILS FROM/TO B. SAX AND R. EISENBERG RE VIRTUAL DATA ROOM (0.3).
BUTLER, JR. J	01/16/06	0.90	CONTINUE TO PREPARE FOR JANUARY 17TH WORKING GROUP MEETING AT COMPANY WITH DELPHI, OMM, FTI, . ROTHSCHILD AND SKADDEN TEAM RE SECTION 1113/1114 MATTERS (0.9).
BUTLER, JR. J	01/17/06	3.60	PREPARE FOR (0.2) AND PARTICIPATE IN (1.9) WORKING GROUP MEETING AT COMPANY WITH DELPHI, OMM, FTI, ROTHSCHILD AND SKADDEN TEAM RE SECTION 1113/1114 MATTERS; REVIEW DRAFT OF UNION FEE REIMBURSEMENT MOTION (0.6); BEGIN TO REVIEW DRAFT SECTION 1113/1114 MEMORANDUM FROM T. JERMAN (0.9).
BUTLER, JR. J	01/23/06	1.70	REVIEW DRAFT LETTER RE STEP DOWN PROPOSAL (0.3); CONTINUE TO REVIEW DRAFT SECTION 1113/1114 MEMORANDUM (1.4).
BUTLER, JR. J	01/24/06	1.00	REVIEW DRAFT LETTER RE STEP DOWN PROPOSAL (0.2); REVIEW REVISED DRAFT UNION ADVISOR FEE REIMBURSEMENT MOTION (0.3); REVIEW SITE WALK MATERIALS (0.3); REVIEW UAW LETTER RE OBJECTIONS TO DATA ROOM (0.2).
BUTLER, JR. J	01/29/06	0.40	CONTINUE TO REVIEW REVISED DRAFT OF UNION ADVISOR FEE REIMBURSEMENT MOTION AND EMAIL TO UAW COUNSEL RE SAME (0.4).
		<b>17.60</b>	
FURFARO JP	01/04/06	1.10	REVIEW OF MATERIALS RE RETENTION AGREEMENTS (1.0); SCHEDULING RE EXPERT/MEETINGS (0.1).
FURFARO JP	01/05/06	4.80	REVIEW OF RETENTION COURT PAPERS (1.8); REVIEW OF LETTERS RE INVESTMENT ADVISOR SERVICES (1.9); CONFERENCE WITH K. KRAKAUR RE RESEARCH ISSUES (0.7); UPDATE RE CBA MATTER (0.4).
FURFARO JP	01/06/06	6.10	MEETING WITH POTENTIAL EXPERT (1.5); REVIEW OF CBAS AND RELATED MATERIAL FOR DISCUSSION WITH EXPERT (1.4); CASE ADMINISTRATION TELECONFERENCE (0.5); STATUS CONFERENCE WITH T. JERMAN RE CBA MOTION (0.3); REVIEW OF COURT PAPERS FOR APPROVAL OF RETENTION OF ADVISORS (1.6); PREP. OF POINTS FOR DISCUSSION WITH UNION COUNSEL (0.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	01/09/06	2.60	REVIEW OF RETENTION ARRANGEMENTS FOR ADVISORS/COURT APPLICATION (1.1); ANALYZE 1113 APPLICATION/MOTION FOR BRIEF (1.4); UPDATE RE EXPERTS (0.1).
FURFARO JP	01/10/06	2.60	REVIEW DRAFT OF COURT PAPERS RE RETENTION (1.2); REVIEW OF 1113 RESEARCH FOR MOTION (1.4).
FURFARO JP	01/11/06	1.80	REVIEW OF DRAFT COURT PAPERS (0.8); REVIEW OF LABOR MATERIALS FOR MEETING AT DELPHI (1.0).
FURFARO JP	01/12/06	5.30	MEETING WITH K. BUTLER, B. SAX, T. JERMAN, B. SIEGEL TO DISCUSS LABOR ISSUES (2.0); REVIEW/REVISE DRAFT COURT PAPERS (1.6); REVIEW OF DRAFT 8K AND RELATED EMAILS (0.3); REVIEW OF CBA PROPOSALS AND RELATED MATERIALS (1.4).
FURFARO JP	01/13/06	3.40	CASE ADMINISTRATION WITH PARTNERS (0.7); REVISIONS TO DRAFT OF COURT PAPERS/RESEARCH (1.8); REVIEW OF CBA MATERIALS FOR PROPOSALS (0.9).
FURFARO JP	01/16/06	2.10	REVIEW OF INFORMATION MEMO/RELATED DOCUMENTS FOR CBA MOTION (1.2); REVISIONS TO DRAFT COURT PAPERS RE RETENTION (0.9).
FURFARO JP	01/17/06	5.10	REVISIONS TO DRAFT MOTION RE RETENTION (0.8); REVIEW OF CBAS (1.2); REVIEW OF RESEARCH/LABOR MATERIALS FOR PREPARATION OF MOTION (1.6); MEETING WITH B. SAX, K. BUTLER, B. SIEGEL TO DISCUSS LABOR ISSUES (1.5).
FURFARO JP	01/18/06	3.00	REVIEW OF DRAFT COURT PAPERS (1.6); ITEMS FOR REVISION (1.0); REVIEW/REVISE MATERIAL FOR SUMMARY PRESENTATION (0.2); ACCESS TO DATA BASE (0.2).
FURFARO JP	01/19/06	2.10	REVIEW OF DRAFT DECLARATIONS (2.1).
FURFARO JP	01/20/06	2.40	PREP. OF COURT PAPERS (2.4).
FURFARO JP	01/23/06	4.30	REVISIONS TO DRAFTS OF BRIEF/DECLARATIONS (3.3); REVIEW OF DRAFT MEMO (0.2); REVISIONS TO RETENTION MOTION (0.8).
FURFARO JP	01/24/06	3.70	CONFERENCE WITH B. SAX, K. BUTLER, B. SIEGEL, T. JERMAN TO DISCUSS LABOR ISSUES (1.0); REVIEW OF DRAFT DECLARATIONS (2.0); REVIEW OF PROPOSED REVISIONS TO RETENTION MOTION (0.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	01/25/06	2.90	CONFERENCE WITH B. CECCOTTI RE RETENTION ISSUES (0.2); FOLLOW UP RE SAME (0.4); REVISIONS TO DRAFT APPLICATION (0.6); REVIEW OF REVISED DECLARATIONS (1.0); REVIEW OF RESEARCH RE CBA MOTION (0.7).
FURFARO JP	01/26/06	2.70	REVIEW OF BACKGROUND MATERIAL FOR DISCUSSION WITH EXPERTS (0.9); ANALYZE ISSUES RE RETENTION PROGRAM/LABOR TRANSFORMATION (0.8); REVIEW OF RESEARCH FOR MEMO RE SAME (1.0).
FURFARO JP	01/27/06	5.00	CONFERENCE WITH PARTNERS RE CASE ADMINISTRATION (0.3); REVIEW OF RETENTION ITEMS RE ADDITIONAL ADVISORS (1.3); REVISE COURT PAPERS FOR DISTRIBUTION (2.1); CONFERENCE WITH COUNSEL FOR UAW AND IUE (0.4); REVIEW OF MEMO RE RETENTION PLAN/REVISIONS (0.9).
FURFARO JP	01/30/06	9.10	REVISIONS TO DRAFT OF COURT PAPERS RE ADVISOR FEES (4.7); FINALIZE/FILE MOTIONS WITH APPROVAL OF COUNSEL TO CREDITORS COMMITTEE AND UNIONS (1.8); PARTICIPATE IN CONFERENCE WITH B. SAX, B. SIEGEL, T. JERMAN AND FINANCIAL ADVISOR TO DISCUSS LABOR ISSUES (2.0); REVIEW OF ISSUE RE DISCLOSURE OF CONFIDENTIAL INFORMATION (0.6).
FURFARO JP	01/31/06	2.30	REVIEW OF REDRAFT OF CBA MOTION (1.8); REVISION TO DRAFT ORDER FOR ADVISOR MOTION (0.2); FOLLOW UP ITEMS FOR APPROVAL OF SAME (0.3).
		<b>72.40</b>	
MARAFIOTI KA	01/06/06	0.40	REVISED SUMMARY ANALYSIS OF PAYMENT OF UNION'S FINANCIAL ADVISOR FEES (0.4).
MARAFIOTI KA	01/09/06	0.20	CORRESPONDENCE RE UNION REIMBURSEMENT OF FINANCIAL ADVISOR FEES (0.2).
MARAFIOTI KA	01/16/06	1.90	RESEARCH IN CONNECTION WITH MOTION TO APPROVE DEBTORS' REIMBURSEMENT OF UAW PROFESSIONAL FEES (0.9); REVIEWED DRAFT MOTION RE SAME (0.8); REVIEWED DRAFT ORDER GRANTING SAME (0.2).
MARAFIOTI KA	01/17/06	0.30	MAKE REVISIONS TO LAZARD FEE PAYMENT MOTION (0.3).
MARAFIOTI KA	01/19/06	0.40	ANALYZE SECTION 1113 ISSUES (0.2) AND DEVELOP STRATEGY RE SAME (0.2).
MARAFIOTI KA	01/27/06	2.30	WORK ON MOTION FOR AUTHORITY TO PAY UNION ADVISOR FEES (2.2); TELECONFERENCE WITH B. ROSENBERG RE SAME (0.1).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	01/29/06	0.20	REVIEW CORRESPONDENCE (0.2).
MARAFIOTI KA	01/30/06	3.70	TELECONFERENCES WITH BABETTE CECOTTI, T. KENNEDY RE MOTION FOR AUTHORITY TO PAY UNION ADVISOR FEES (0.7); WORK ON REVISIONS TO MOTION (2.6); TELECONFERENCE B. SAX RE SAME (0.1); TELECONFERENCE B. ROSENBERG RE SAME (0.1); WORK ON ISSUES RE DISTRIBUTION OF LABOR MATERIALS (0.2).
MARAFIOTI KA	01/31/06	0.20	WORK ON ISSUES RE SECTION 1113 MOTION (0.2).
		<b>9.60</b>	
<b>Total Partner</b>		<b>99.60</b>	
MATZ TJ	01/03/06	0.30	WORKING ON 1113/1114 SCHEDULING ORDER (0.3).
MATZ TJ	01/09/06	1.40	WORKING ON IUE AND USW REQUESTS RE FEE REIMBURSEMENT (0.9); TELECONFERENCE WITH B. CECOTTI RE SAME (0.3); WORK ON REVISED 1113/1114 SCHEDULING ORDER (0.2).
MATZ TJ	01/11/06	0.60	FOLLOW UP WORK RE PROPOSED MOTION RE FEE PAYMENTS TO UNIONS (0.6).
MATZ TJ	01/16/06	0.60	WORK ON UAW/IUE MOTIONS (0.6).
MATZ TJ	01/17/06	0.90	REVIEW AND COMMENT ON PLEADINGS RE PAYMENT OF UNION FINANCIAL ADVISORS FEES (0.7); FOLLOW UP WORK RE SAME (0.2).
MATZ TJ	01/18/06	0.50	REVIEW TERM SHEET AND UNION FEE PLEADINGS (0.2); FOLLOW UP WORK RE MOTION (0.3).
MATZ TJ	01/19/06	1.50	CONTINUING WORK ON POSSIBLE 1113/1114 MOTION AND MATERIALS (0.6); TELECONFERENCES WITH CHAMBERS RE KECP AND 1113/1114 SCHEDULING MATTERS (0.6); FOLLOW UP CORRESPONDENCE RE SAME (0.3).
MATZ TJ	01/24/06	2.30	REVIEW AND COMMENT ON PLEADINGS RE PAYMENT OF UNIONS ADVISORS' FEES (1.5); FOLLOW UP AND CORRESPONDENCE RE SAME (0.8).
MATZ TJ	01/25/06	1.30	WORK ON UNIONS ADVISORS' FEES MATTER (0.2); CORRESPONDENCE RE SAME (0.2); REVIEW AND COMMENT ON 1113 DRAFT MATERIALS (0.9).
MATZ TJ	01/27/06	2.70	REVIEW MOTION RE UNION ADVISORS FEES (0.4); COMMENT ON REVISED DRAFT OF MOTION AND ORDER RE SAME (0.9); FOLLOW UP WORK RE SAME (0.8); CONTINUING REVISIONS TO MOTION RE UNION ADVISORS FEES (0.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	01/30/06	3.80	FURTHER WORK ON REVISIONS TO UNIONS' ADVISORS FEE MOTION (1.8); VARIOUS TELECONFERENCES WITH T. KENNEDY AND B. CECOTTI RE SAME (1.6); FOLLOW UP WORK RE SAME AND SERVICE PARTIES (0.4).
MATZ TJ	01/31/06	0.50	FOLLOW UP WORK RE ORDER TO PAY UNION'S ADVISORS' FEES AND POSSIBLE REVISIONS THERETO (0.5).
		<b>16.40</b>	
SILVERMAN D	01/09/06	3.00	REVIEW UNION ENGAGEMENT LETTER FOR ISSUES UNDER SECTION 301 OF NATIONAL LABOR RELATIONS ACT (3.0).
SILVERMAN D	01/17/06	3.50	REVIEW MOTION RE SECTION 302 ISSUE (2.5); REVIEW CASES (1.0).
SILVERMAN D	01/19/06	1.50	REVIEW SECTION 302 ISSUES (1.5).
SILVERMAN D	01/23/06	2.20	REVIEW MATERIAL RE LAWFULNESS OF PAYMENT TO UNION REPRESENTATIVES FOR ADMINISTERING THE CBA (1.0); REVIEW CASES ON THIS ISSUE (1.2).
		<b>10.20</b>	
<b>Total Counsel</b>		<b>26.60</b>	
BODEN JR	01/06/06	8.70	PREPARE FOR AND DRAFT MOTION RE PAYMENT OF UNION PROFESSIONAL ADVISOR FEES (8.7).
BODEN JR	01/07/06	0.80	REVIEW REVISED MOTION RE PAYMENT OF UNION PROFESSIONAL ADVISOR FEES AND PROVIDE COMMENTS (0.8).
BODEN JR	01/09/06	4.10	REVIEW 10K AND 10Q'S FOR INFORMATION TO UPDATE MOTIONS (1.6); RESEARCH RE SECTION 302 IMPLICATIONS OF PAYMENTS FOR UNIONS' ADVISOR FEES AND INTENT OF SECTION 302 (1.5); REVIEW MEMORANDUM OF LAW PREPARED BY L. WILSON AND PROVIDE COMMENTS (1.0).
BODEN JR	01/10/06	0.70	REVIEW DRAFT MOTION AND PROVIDE COMMENTS (0.7).
		<b>14.30</b>	

DE ELIZALDE D	01/30/06	1.90	SUPERVISED FILING OF MOTION REQUESTING PERMISSION TO PAY FINANCIAL ADVISOR FEES OF CERTAIN UNIONS (1.3); REVIEWED LIST OF SPECIAL NOTICE PARTIES RE MOTION REQUESTING PERMISSION TO PAY FINANCIAL ADVISOR FEES OF CERTAIN UNIONS (0.6).
		<b>1.90</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

KOHUT RD	01/09/06	1.90	REVIEWED LMRA LEGISLATIVE HISTORY FOR MOTION TO PAY UNION FEES (1.9).
KOHUT RD	01/10/06	1.80	REVIEWED AND COMMENTED ON UAW FINANCIAL ADVISOR PAYMENT MOTION (1.8).
KOHUT RD	01/11/06	2.20	REVIEWED AND COMMENTED ON UAW FINANCIAL ADVISOR PAYMENT MOTION (1.0); RESEARCHED LEGISLATIVE HISTORY FOR THIS MOTION (1.2).
KOHUT RD	01/13/06	3.70	LEGAL RESEARCH OF LEGISLATIVE HISTORY UAW FINANCIAL ADVISOR PAYMENT MOTION (3.7).
KOHUT RD	01/16/06	4.80	LEGAL RESEARCH AND REVIEW OF LEGISLATIVE HISTORY FOR UAW FINANCIAL ADVISOR PAYMENT MOTION (4.8).
KOHUT RD	01/20/06	2.80	LEGAL RESEARCH OF LEGISLATIVE HISTORY UAW FINANCIAL ADVISOR PAYMENT MOTION (1.0) AND REVIEW OF COLLECTIVE BARGAINING MATERIALS (1.8).
KOHUT RD	01/23/06	6.60	REVIEW AND SUMMARIZING OF DELPHI INTERNET DATABASE MATERIALS (6.6).
KOHUT RD	01/24/06	4.30	REVIEW AND SUMMARIZING OF DELPHI INTERNET DATABASE MATERIALS (4.3).
KOHUT RD	01/27/06	0.70	LEGAL RESEARCH FOR PROFESSIONAL FEES MOTION (0.7).
KOHUT RD	01/30/06	1.50	LEGAL RESEARCH FOR PROFESSIONAL FEES MOTION (1.5).
		<b>30.30</b>	
MACDONALD N	01/25/06	12.20	CONTINUE LEGAL RESEARCH RELATED TO COMPENSATION PROGRAMS IN UNION CASES AND IN THE CONTEXT OF SECTION 1113 MOTIONS (4.7); BEGIN DRAFTING RESEARCH NOTES RELATED TO SAME (7.5).
MACDONALD N	01/26/06	5.80	CONTINUE LEGAL RESEARCH AND DRAFT OF MEMO RE LABOR TRANSFORMATION MATTERS, REVIEW DOCUMENT RELATED TO SAME (5.8).
MACDONALD N	01/27/06	6.20	COMPLETE DRAFT OF MEMORANDUM CONCERNING MATTERS RELATED TO LABOR TRANSFORMATION MATTERS, LEGAL RESEARCH AND DOCUMENT REVIEW RELATED TO SAME (6.2).
		<b>24.20</b>	
STUART NL	01/03/06	0.90	REVIEW TOWER AUTOMOTIVE FILINGS IN CONNECTION WITH UPCOMING 1113 ISSUES (0.9).
STUART NL	01/18/06	0.70	REVIEW STATUS OF LABOR NEGOTIATIONS (0.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	01/19/06	2.80	REVIEW MOST RECENT DRAFT OF 1113 MOTION (1.2); COORDINATE ACCESS TO VIRTUAL DATA ROOM (1.6).
STUART NL	01/21/06	1.60	REVIEW AND COMMENT ON 1113 PAPERS (1.6).
STUART NL	01/24/06	2.70	REVIEW DECLARATIONS IN CONNECTION WITH 1113 MOTION (2.7).
STUART NL	01/29/06	1.30	BEGIN REVIEW OF REVISED 1113 MOTION (1.3).
		10.00	
WILSON LD	01/03/06	4.30	REVIEW ASSORTED NEWS CLIPS FOR POTENTIAL NEGOTIATION ISSUES (1.0); REVIEW MATERIALS PREPARED BY EXPERT AND CONTACT KOHN ON SAME (1.3); REVIEW LABOR AGREEMENTS (0.8); PREPARE MATERIALS FOR 302 DISCUSSION (0.2); REVIEW MATERIALS CITED IN DRAFT BRIEF (1.0).
WILSON LD	01/04/06	5.00	PREPARE FOR MEETING TO DISCUSS FEE PAYMENT ISSUES (1.0); REVIEW NEWS CLIPS ON NEGOTIATION ISSUES (0.4); REVIEW EMAIL EXCHANGES AND ENGAGEMENT LETTERS ON UNION RETENTION OF FINANCIAL ADVISORS (1.5); COORDINATE WITH OMM ON EXPERT MEETING (0.3); REVIEW BACKGROUND MATERIALS PULLED ON POTENTIAL EXPERTS (0.5); COORDINATE PREP SCHEDULE FOR DRAFT FILINGS (0.3); REVIEW FILINGS FOR BENEFIT AGREEMENT ISSUES (1.0).
WILSON LD	01/05/06	5.20	REVIEW MATERIALS ON POTENTIAL PAYMENT ISSUE FOR FEE APPLICATION (1.0); RESEARCH ADDITIONAL LEGAL AUTHORITIES FOR FEE MOTION (1.4); CONFERENCE ON POTENTIAL ISSUES WITH UNION ADVISOR ISSUES (0.8); REVIEW PRECEDENTS AND MATERIALS FOR DRAFTING OF FEE APPLICATION (2.0).
WILSON LD	01/06/06	8.40	PREPARE FOR AND PARTICIPATE ON CALL RE STATUS OF ASSORTED MATTERS (1.4); CONFER FURFARO ON EXPERT MEETING (0.4); REVIEW AND PREPARE SUMMARY OF UNION ENGAGEMENT LETTERS (2.8); PREPARE AND CIRCULATE DRAFT TERM SHEET OF TERMS FOR AGREEMENT ON FEES (0.7); CONFER BODEN ON CASE BACKGROUND AND MOTION (0.4); REVIEW PRECEDENT AND RESEARCH FOR USE IN MOTION (1.9); REVIEW DRAFT ORDER AND BACKGROUND TEMPLATES (0.5); REVIEW PRESS CLIPS RE NEGOTIATION ISSUES (0.3).
WILSON LD	01/07/06	7.60	RESEARCH ISSUES FOR DRAFT MOTION (1.9); REVIEW AND REVISE DRAFT OF MOTION (5.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	01/08/06	1.80	REVIEW AND REVISE DRAFT OF FEE MOTION (1.8).
WILSON LD	01/09/06	8.30	CONFER AND ANALYZE TERM SHEET ISSUES WITH FURFARO (0.5); REVIEW AND INCORPORATE TERMS OF INTERIM COMP ORDER TO MOTION (1.0); REVIEW AND REVISE FEE MOTION (3.9); RESEARCH LEGISLATIVE HISTORY AND COORDINATE ON ADDITIONAL RESEARCH OF SAME (1.0); REVIEW UPDATE ON LABOR ISSUES IN NEWS CLIPS (0.4); RESEARCH ISSUE FOR ADVISOR FEE MOTION AND CONFER BODEN ON SAME (1.5).
WILSON LD	01/10/06	5.10	RESEARCH LEGISLATIVE HISTORY ON APPLICABLE STATUTE FOR MOTION ON FEES (1.5); REVIEW AND REVISE DRAFT MOTION FOR ADVISOR FEES (2.0); REVIEW AND INCORP COMMENTS ON DRAFT FROM KOHUT AND BODEN (0.8); REVIEW UPDATE CLIPS FOR POTENTIAL NEGOTIATION ISSUES (0.5); CONFER RESTRUCT ON FORMS FOR FEES (0.3).
WILSON LD	01/11/06	2.10	REVIEW AND INCORP BANKRUPTCY CHANGES INTO DRAFT MOTION (0.8); REVIEW LEGISLATIVE HISTORY RESEARCH WITH KOHUT (0.6); CONTACT MATZ ON MOTION ISSUES (0.3); REVIEW NEWS CLIPS (0.4).
WILSON LD	01/12/06	5.30	RESEARCH ISSUES ON 10-K QUESTION (1.0); CONFER MATZ AND GIBSON ON 10-K QUESTION (0.2); REVIEW AND CIRCULATE UPDATE CLIPPINGS FOR POTENTIAL LABOR NEGOTIATION ISSUES (0.8); MAKE ARRANGEMENTS TO CONFIRM ORDER ENTRY (0.5); REVISE AND CIRCULATE DRAFT OF MOTION (0.5); UPDATE CONFERENCE ON NEW TERMS FOR FEE MOTION (0.5); DRAFT AND REVISE MOTION PER FURFARO COMMENTS (1.8).
WILSON LD	01/13/06	6.80	PARTICIPATE ON STATUS CALL RE OPEN ISSUES AND SCHEDULE (1.0); CONFER FURFARO ON MOTION ISSUES AND CHANGES IN SAME (0.4); REVIEW LEGISLATIVE HISTORY AND CONFER KOHUT ON SAME (1.3); REVISE DRAFT MOTION PAPERS AND CIRCULATE SAME (3.5); REVIEW AND CIRCULATE NEWS ARTICLES ON LABOR ISSUES (0.4); CONFER KOHUT ON MOTION RIDER (0.2).
WILSON LD	01/17/06	2.50	REVIEW COMMENTS TO MOTION (1.0); REVIEW ARTICLES ON POTENTIAL LABOR ISSUES (0.5); REVIEW AND REVISE DRAFT MOTION (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	01/18/06	5.80	REVIEW AND REVISE UPDATED LABOR ISSUES (1.0); REVIEW AND CIRCULATE PRESS CLIPS (0.5); PRELIMINARY REVIEW OF DRAFT BRIEF AND AFFIDAVITS (2.0); CONFERENCE WITH FURFARO ON DRAFT PAPERS (0.4); COORDINATE PULLING OF SLIP OPINIONS TO FILE WITH MOTION (0.5); FOLLOW-UP ON ACCESS TO UNION INFO DATA SITE WITH FTI PERSONNEL AND MAKE ARRANGEMENTS FOR SAME (1.0); UPDATE MOTION (0.4).
WILSON LD	01/19/06	3.90	REVIEW DRAFT COURT PAPERS (2.0); REVIEW S-1 RELIED ON IN SAME (0.5); REVIEW AND CIRCULATE PRESS CLIPS (0.3); CONFER FURFARO AND MATZ ON MOTION STATUS (0.3); COORDINATE WITH CHICAGO OFFICE ON UNION DATA ROOM ACCESS (0.4); CONFER STUART ON DRAFT COURT PAPERS AND CIRCULATE SCHEDULE ON SAME (0.4).
WILSON LD	01/20/06	4.20	PREPARE FOR AND PARTICIPATE ON STATUS TELECONFERENCE (1.0); REVIEW ISSUES WITH FURFARO ON DRAFT MOTION (0.3); REVIEW AND INCORP COMMENTS INTO DRAFT MOTION (1.0); REVIEW DRAFT DECLARATIONS (1.0); REVIEW NEWS ACCOUNTS OF POTENTIAL LABOR ISSUES (0.4); VERIFY LATE FILING DETAILS (0.5).
WILSON LD	01/23/06	5.20	REVIEW DRAFT BRIEF (1.7); CONFER FURFARO ON COMMENTS (0.5); PREPARE AND CIRCULATE COMMENTS TO BRIEF (0.4); CONFER DATA SITE OPERATOR AND ACCESS DATA SITE (0.3); REVIEW DOCUMENTS POSTED TO DATA SITE IN RESPONSE TO UNION REQUESTS (0.9); REVIEW DRAFT DECLARATIONS (1.0); REVIEW UPDATES ON NEGOTIATIONS AND LABOR ISSUES (0.4).
WILSON LD	01/24/06	4.80	REVISE AND CIRCULATE REVISED MOTION PAPERS (1.5); REVIEW INDEX FOR DOCUMENTS ADDED TO UNION REQUEST SITE AND CONFER KOHUT ON SAME (1.0); REVIEW DRAFT DECLARATIONS (1.5); PARTICIPATE ON CALL WITH CLIENT ON UNION NEGOTIATIONS (0.8).
WILSON LD	01/25/06	3.60	REVIEW ARTICLES ON POTENTIAL NEGOTIATION ISSUES (0.5); REVIEW DRAFT DECLARATIONS (2.3); REVIEW LABOR AGREEMENTS FOR ISSUES RAISED IN DECLARATIONS (0.8).
WILSON LD	01/26/06	0.90	CONFER FURFARO ON STATUS CALL AND ISSUES WITH FEE MOTION (0.4); REVIEW NEWS CLIPS ON POTENTIAL LABOR NEGOTIATION ISSUES (0.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	01/27/06	4.40	REVIEW AND UPDATE DRAFT MOTION TO REFLECT CALL WITH BUTLER (3.0); REVISE AND CIRCULATE DRAFT OF MOTION (1.0); REVIEW ARTICLES (0.4).
WILSON LD	01/30/06	6.70	REVIEW EMAIL EXCHANGES AND CIRCULATE SUMMARY OF ISSUES TO BE RESOLVED ON MOTION (0.5); UPDATE DRAFT OF MOTION PER CONVERSATION WITH FURFARO (1.3); CONFER MATZ ON ASSORTED ISSUES FOR FILING (0.4); REVIEW AND TAKE COMMENTS ON DRAFT MOTION (0.4); TELECONFERENCE WITH UNION COUNSEL TO RESOLVE ISSUES FOR MOTION (0.8); REVIEW AND REVISE MOTION (0.5); NEGOTIATE MOTION WITH UNION COUNSEL (1.0); REVISE AND FINALIZE MOTION (1.0); TELECONFERENCE WITH COMMITTEE REP (0.3); VERIFY SERVICE AND SUBMIT MOTION FOR FILING (0.5).
WILSON LD	01/31/06	2.50	REVIEW ARTICLES ON POTENTIAL LABOR ISSUES (0.4); CONFER FURFARO AND MATZ ON FILING POINTS AND REVISE DRAFT ORDER (0.5); REVIEW DRAFT BRIEF (1.6).
		<b>104.40</b>	
ZALTZMAN H*	01/06/06	2.30	BEGIN DRAFTING OF TWO MOTIONS TO REIMBURSE TRADE UNIONS FOR FINANCIAL ADVISORS' FEES (2.3).
ZALTZMAN H*	01/11/06	0.80	REVIEW REIMBURSEMENT OF LABOR UNIONS MOTION (0.8).
ZALTZMAN H*	01/13/06	3.20	CONTINUE REVIEW OF MOTION TO REIMBURSE UNION'S ADVISOR FEES (2.1); REVIEW OF DPP FACILITY DOCUMENTS RE UNION REIMBURSEMENT MOTION (0.4); REVIEW UNION REIMBURSEMENT MOTION AND ORDER (0.7).
ZALTZMAN H*	01/16/06	1.50	REVIEW MARKUP OF UNIONS' REIMBURSEMENT MOTION (1.5).
ZALTZMAN H*	01/17/06	0.20	DISCUSSION OF LABOR UNION REIMBURSEMENT MOTION (0.2).
ZALTZMAN H*	01/18/06	0.80	REVIEW AND CITE-CHECK CASES/ORDERS USED IN UNION REIMBURSEMENT MOTION (0.8).
ZALTZMAN H*	01/20/06	0.60	REVIEW REPUBLIC INT'L PROPERTIES CASE FOR THE UNION REIMBURSEMENT MOTION (0.4); REVIEW LTV STEEL COMPANY ORDERS RE UNION REIMBURSEMENT MOTION (0.2).
ZALTZMAN H*	01/24/06	0.20	REVIEW UPDATED VAW MOTION TO PAY FINANCIAL ADVISERS FEE (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

ZALTZMAN H*	01/27/06	0.40	REVIEW UNION REIMBURSEMENT MOTION MATERIALS SENT FOR REVIEW TO BR GROUP (0.4).
ZALTZMAN H*	01/30/06	1.60	REVIEW UNION MOTION IN PREPARATION FOR FILING (0.8); PREPARE UPDATED NOTICE AND ORDER FOR UNION REIMBURSEMENT MOTION (0.8).
		11.60	
Total Associate/Law Clerk		196.70	
TOTAL TIME		<u>322.90</u>	

\* Law clerks are law school graduates  
who are not presently admitted to practice.



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Employee Matters (Labor Unions)**

**Bill Date: 02/28/06**  
**Bill Number: 1108418**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Air/Rail Travel - vendor feed	01/06/06	Furfaro JP	322.08
Air/Rail Travel - vendor feed	01/06/06	Furfaro JP	-277.06
Air/Rail Travel - vendor feed	01/06/06	Furfaro JP	139.96
Air/Rail Travel - vendor feed	01/06/06	Furfaro JP	282.32
Air/Rail Travel - vendor feed	01/06/06	Furfaro JP	129.31
Air/Rail Travel - vendor feed	01/09/06	Claps TE	1,049.28
Air/Rail Travel - vendor feed	01/12/06	Furfaro JP	533.79
Air/Rail Travel - vendor feed	01/12/06	Furfaro JP	517.83
Air/Rail Travel - vendor feed	01/17/06	Furfaro JP	492.99
Air/Rail Travel - vendor feed	01/17/06	Furfaro JP	-488.79
Air/Rail Travel - vendor feed	01/17/06	Furfaro JP	533.79
Air/Rail Travel - vendor feed	01/17/06	Furfaro JP	527.83
Air/Rail Travel - vendor feed	01/23/06	Furfaro JP	1,103.67
Air/Rail Travel - vendor feed	01/23/06	Furfaro JP	-484.33
Air/Rail Travel - vendor feed	01/23/06	Furfaro JP	534.33
Air/Rail Travel - vendor feed	01/30/06	Furfaro JP	1,113.67
Air/Rail Travel - vendor feed	01/30/06	Furfaro JP	-1,068.67
<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>			<b>\$4,962.00</b>
In-house Reproduction	01/06/06	Copy Center, D	50.76
In-house Reproduction	01/13/06	Copy Center, D	3.50
In-house Reproduction	01/20/06	Copy Center, D	27.93
In-house Reproduction	01/22/06	Copy Center, D	11.81

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	01/27/06	Copy Center, D	3.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$97.00</b>
Telephone Expense	01/27/06	Telecommunications, D	8.00
Telephone Expense	01/27/06	Telecommunications, D	9.57
Telephone Expense	01/27/06	Telecommunications, D	0.43
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$18.00</b>
Lexis/Nexis	01/07/06	Zaltzman H	101.00
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$101.00</b>
Westlaw	01/06/06	Boden JR	7.42
Westlaw	01/09/06	Wilson LD	30.25
Westlaw	01/09/06	Stone M	158.93
Westlaw	01/09/06	Boden JR	93.05
Westlaw	01/10/06	Yoeli ME	202.73
Westlaw	01/17/06	Yoeli ME	232.08
Westlaw	01/26/06	Poliseno SU	560.54
		<b>TOTAL WESTLAW</b>	<b>\$1,285.00</b>
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	12.43
Vendor Hosted Teleconferencing	01/31/06	Teleconferencing Services, LLC	8.57
		<b>TOTAL VENDOR HOSTED TELECONFERENCING</b>	<b>\$21.00</b>
Out-of-Town Travel	01/06/06	Furfaro JP	23.99
Out-of-Town Travel	01/06/06	Furfaro JP	2.60
Out-of-Town Travel	01/06/06	Furfaro JP	31.99
Out-of-Town Travel	01/06/06	Furfaro JP	22.99
Out-of-Town Travel	01/12/06	Furfaro JP	65.64
Out-of-Town Travel	01/12/06	Furfaro JP	7.75
Out-of-Town Travel	01/17/06	Furfaro JP	98.85
Out-of-Town Travel	01/23/06	Furfaro JP	90.70
Out-of-Town Travel	01/23/06	Furfaro JP	20.49
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$365.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Messengers/ Courier	01/09/06	Dist Serv/Mail/Page, D	11.75
Messengers/ Courier	01/13/06	Dist Serv/Mail/Page, D	11.74
Messengers/ Courier	01/13/06	Dist Serv/Mail/Page, D	21.45
Messengers/ Courier	01/18/06	Dist Serv/Mail/Page, D	11.74
Messengers/ Courier	01/19/06	Dist Serv/Mail/Page, D	128.60
Messengers/ Courier	01/27/06	Dist Serv/Mail/Page, D	20.72
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$206.00</b>
Out-of-Town Meals	01/12/06	Furfaro JP	12.00
Out-of-Town Meals	01/17/06	Furfaro JP	14.00
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$26.00</b>
Outside Research/Internet Services	01/06/06	Pacer Service Center	7.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$7.00</b>
Wireless - Mobile/Cellular/Pager	01/10/06	Krakaur KD	2.00
		<b>TOTAL WIRELESS - MOBILE/CELLULAR/PAGER</b>	<b>\$2.00</b>
		<b>TOTAL MATTER</b>	<b>\$7,090.00</b>